



MURIEL BOWSER
MAYOR

January 19, 2023

Honorable Phil Mendelson
Chairman
Council of the District of Columbia
John A. Wilson Building
1350 Pennsylvania Avenue, NW, Suite 504
Washington, DC 20004

Dear Chairman Mendelson:

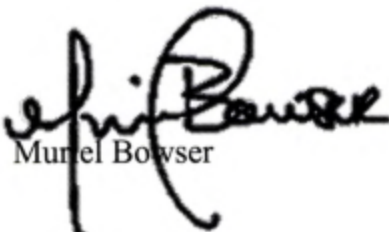
Enclosed for consideration and approval by the Council of the District of Columbia is an emergency bill, the "Contract No. GAGA-2022-C-0259 with SodexoMagic, LLC Approval and Payment Authorization Emergency Act of 2023", along with the accompanying emergency declaration resolution.

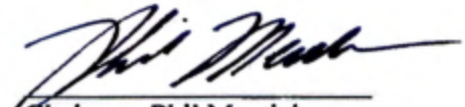
The legislation will approve Contract No. GAGA-2022-C-0259 and payment under that contract for goods and services received and to be received for a District of Columbia Public Schools food service.

As always, I am available to discuss any questions you may have regarding this contract. In order to facilitate a response to any questions, please have your staff contact LaVeta Hilton, Deputy Chief Procurement Officer, Contracts and Acquisitions, District of Columbia Public School, at (202) 442-5136.

I urge the Council to take prompt and favorable action regarding the enclosed legislation.

Sincerely,


Muriel Bowser


Chairman Phil Mendelson
at the request of the Mayor

A BILL

IN THE COUNCIL OF THE DISTRICT OF COLUMBIA

To approve, on an emergency basis, Contract No. GAGA-2022-C-0259 with SodexoMagic, LLC, for food service management at District of Columbia Public Schools, and to authorize payment for the goods and services received and to be received under that contract.

BE IT ENACTED BY THE COUNCIL OF THE DISTRICT OF COLUMBIA,

That this act may be cited as the "Contract No. GAGA-2022-C-0259 with SodexoMagic, LLC Approval and Payment Authorization Emergency Act of 2023"

Sec. 2. Pursuant to section 451 of the District of Columbia Home Rule Act, approved December 24, 1973 (87 Stat. 803; D.C. Official Code § 1-204.51), and notwithstanding the requirements of section 202(a) of the Procurement Practices Reform Act of 2010, effective April 8, 2011 (D.C. Law 18-371; D.C. Official Code § 2-352.02(a)), the Council approves Contract No. GAGA-2022-C-0259 with SodexoMagic, LLC for food service management at District of Columbia Public Schools, and authorizes payment in the total not-to-exceed amount of \$36,557,426.35 for goods and services received and to be received under the contract.

Sec. 3. Fiscal impact statement.

34 The Council adopts the fiscal impact statement of the Chief Financial Officer as
35 the fiscal impact statement required by section 4a of the General Legislative Procedures
36 Act of 1975, approved October 16, 2006 (120 Stat. 2038; D.C. Official Code § 1-
37 301.47a).

38 Sec. 4. Effective date.

39 This act shall take effect following approval by the Mayor (or in the event of veto
40 by the Mayor, action by the Council to override the veto), and shall remain in effect for
41 no longer than 90 days, as provided for emergency acts of the Council of the District of
42 Columbia in section 412(a) of the District of Columbia Home Rule Act, approved
43 December 24, 1973 (87 Stat. 788; D.C. Official Code § 1-204.12(a)).



DISTRICT OF COLUMBIA
PUBLIC SCHOOLS

OFFICE OF CONTRACTS AND ACQUISITIONS

1200 First Street, NE, 11th Floor, Washington, DC 20002

202-442-5112/ FAX 202-442-6105

Pursuant to section 202(c) of the Procurement Practices Reform Act of 2010, as amended, D.C. Official Code § 2-352.02(c), the following contract summary is provided:

COUNCIL CONTRACT SUMMARY

(Letter Contract)

Contract for Food Services Management Company (FSMC)

(A) Contract Number:	GAGA-2022-C-0259
Proposed Contractor:	SodexoMagic LLC
Contract Amount:	Not-to-Exceed amount: \$36,557,426.35 (Inclusive of Modification 06 to the Letter Contract amount of \$18,278,713.00).
Unit and Method of Compensation:	Requirements Contract with Fixed Unit Price CLINs.
Term of Contract:	Letter Contract execution date of July 1, 2022, through June 30, 2023.
Type of Contract:	Requirements with Fixed Price CLINs.
Source Selection Method:	Sole Source.

(B) For a contract containing option periods, the contract amount for the base period and for each option period. If the contract amount for one or more of the option periods differs from the amount for the base period, provide an explanation of the reason for the difference:

Base Period Current Not-to-Exceed Amount:	\$36,557,426.35
Letter Contract: 7/1/2022, thru 2/15/2023	\$18,278,713.00
Remaining Base Period 12/23/2022 – 6/30/2023	\$18,278,713.18

Option Year 001 Proposed Not-to-Exceed Amount:	N/A
Explanation of difference from base period:	N/A.

(C) The date on which the letter contract or emergency contract was executed:

The Letter Contract ("Letter Contract") was executed by the District of Columbia Public Schools (DCPS) on June 28, 2022, with an effective date of July 1, 2022, through September 30, 2022.

Modification 01 to the Letter Contract was executed on July 1, 2022, to correct the Contract Number from GAGA-2016-C-0036A-2 to GAGA-2022-C-0259.

Modification 02 to the Letter Contract was executed on September 30, 2022, to extend the Letter Contract from September 30, 2022, to October 31, 2022, and increase the amount of the Letter Contract from \$6,641,047.03 to \$10,389,749.57.

Modification 03 to the Letter Contract was executed on October 31, 2022, to extend the letter Contract Period of Performance from October 31, 2022, thru December 15, 2022, and increase the amount of the Letter Contract from \$10,389,749.57 to \$16,755,487.57.

Modification 04 to the Letter Contract executed on December 1, 2022, to extend the Letter Contract Period of Performance from December 16, 2022, thru December 22, 2022, without increase in the amount of the Letter Contract.

Modification 06 to the Letter Contract executed on January 13, 2023, to extend the Letter Contract Period of performance from December 22, 2022, thru February 15, 2023, and increase the amount of the Letter Contract from \$16,755,487.57 to \$18,278,713.00.

(D) The number of times the letter contract or emergency contract has been extended:

The Letter Contract was extended five times.

(E) The value of the goods and services provided to date under the letter contract or emergency contract, including under each extension of the letter contract or emergency contract:

The total value of the goods and services to be provided under the Letter Contract is a not-to-exceed ("NTE") amount of \$18,278,713.00.

(F) The goods or services to be provided, the methods of delivering goods or services, and any significant program changes reflected in the proposed contract:

The contractor shall manage the overall District of Columbia Public Schools (DCPS) Food Service program (FSP) at assigned schools. School operations are not limited to weekdays and may include evenings and weekends. The Contractor shall prepare, serve and account for meals. The services shall include management of the Schools Breakfast Program (SBP), including but not limited to, Breakfast In the Classroom, and other alternative program configurations; the National School Lunch Program (NSLP), the Summer Food Service

Program (SFSP), the After School Supper Program, the After School Snack Program, the Fresh Fruit and Vegetable Program (FFVP), a la carte meals and items, adult meals and any other food service programs as required per the contract. The number of school sites under contract and/or locations of schools are subject to change over the contract term for a variety of reasons, including but not limited to modernization, consolidation, Contractor performance, and/or closure of school buildings. The services are for the Base Period of Performance July 1, 2022, through June 30, 2023, with the budget authority in the amount of Not to Exceed \$36,557,426.35.

To meet the essential daily operations of DCPS there is a need for multiple vendors to provide the food services for schools classified as Clusters one to Nine on a continuous basis for one year. To ensure no interruption DCPS procured the most favorable services for FNS, DCPS issued Determination and Findings (D&F) for Sole Source Contract Number GAGA-2022-C-0259 to procure this food services requirement.

DCPS Food Services has been a pioneer in improving the quality and healthiness of school food while embracing alternative serving models to increase students access to school meals. DCPS Food Services' mission statement is: "The Food and Nutrition Services (FNS) team supports student health and achievement by ensuring that all DCPS students receive nutritious meals and acquire the resources to make healthy choices." As such, DCPS believes in providing appetizing school meals made from fresh, locally produced ingredients, and strives to engage the entire D.C. community in implementing programs that encourage healthy decision-making and the promotion of sustainable practices.

DCPS seeks to increase students' participation in the school meal program and promote consumption of locally produced fresh fruits and vegetables, and wholesome foods. Thereby improving childhood nutrition, reducing hunger, and preventing obesity and obesity related diseases. Contractor will be tasked with driving DCPSP' effort to meet these goals. As required by 7 CFR Part 210.16(a)(8), Contractor is also responsible for the formation and establishment of an advisory board composed of students, teachers, parents, and administrative staff to assist in menu planning, taste testing, surveys, enhancement of the eating environment, school meal program promotion, and related student-community support activities. The DCPS Student Food Authority (SFA) is responsible for scheduling periodic meetings with the advisory board.

SodexoMagic LLC is responsible for schools in Clusters One to Nine.

- (G) The selection process, including the number of offerors, the evaluation criteria, and the evaluation results, including price, technical or quality, and past performance components:**

This Contract has been awarded as a Sole Source in accordance with the Code of the District of Columbia, § 2-354.04, Sole source procurements.

Technical Evaluation:

N/A.

Pricing Evaluation:

Price deemed fair and reasonable based on historical data and market research using ProcurementIQ, marketing.iq@procurementiq.com.

Certified Business Enterprise Preference Points:

SodexoMagic Subcontracting Plan was submitted to DSLBD

Contracting Officer's Independent Evaluation:

This contract was awarded as a sole source using the contractor performance evaluation, extensive experience serving DCPS, and fair and reasonable price.

Contract Award:

After the thorough consideration of importance of FSMC services to the DCPS students, extreme time constraints, and market and industry position, Chief Procurement Officer (CPO) in consultation with the Office of the Attorney General (OAG) determined that the awarding this Sole Source Contract to SodexoMagic LLC is the most efficient way to satisfy this requirement. CPO based the decision on historical data, previous successful contracts and the Contractor commitment to DCPS goals and mission. In addition, the Chief Procurement Officer determined that the Contractor is responsible, and that the Contractor's proposed pricing is fair and reasonable in comparison with the pricing that was used on previous contracts that were awarded competitively.

- (H) **A description of any bid protest related to the award of the contract, including whether the protest was resolved through litigation, withdrawal of the protest by the protestor, or voluntary corrective action by the District. Include the identity of the protestor, the grounds alleged in the protest, and any deficiencies identified by the District as a result of the protest:**

The award of the Contract was not protested.

- (I) **The background and qualifications of the proposed contractor, including its organization, financial stability, personnel, and performance on past or current government or private sector contracts with requirements similar to those of the proposed contract: See below:**

Organization: SodexoMagic LLC located at 9801 Washingtonian Blvd, Suite 1245, Gaithersburg, MD, 20878 with the estimated sales at \$20,470,672 (Dun and Bradstreet). Sodexo is a subsidiary of Sodexo with the \$10 Billion consolidated revenue. Sodexo's world headquarters is located in Issy-les Moulineaux, France. In 2006 Sodexo Operations LLC joined forces with Magic Food Provisions LLC to form SodexoMagic, LLC with 4,895 employees including partners. SodexoMagic, LLC is 51% owned by Magic Food Provisions LLC and 49% by Sodexo Operations LLC. According to the Dun and Bradstreet report and the Contractor Condensed Consolidated Financial Statements (Unaudited) financial statements DCPS believes SodexoMagic, LLC has the financial capability to operate this Food Service Management program.

DCPS also determined SodexoMagic, LLC has the ability to comply with existing commercial and governmental commitments, and that it possesses the necessary organizational, accounting, and operations experience, and technical skills to fulfil the requirements of this contract in accordance with the proposal.

SodexoMagic LLC successfully completed the previously awarded Contract Number GAGA-2016-C-0036A-1 which expired June 30, 2022.

Financial Stability: The Company has adequate financial resources to perform the requirements of this Sole Source Contract and the ability to obtain the necessary resources required to perform the requirement specified in this contract based on:

- i. According to the Dun and Bradstreet report and the Contractor "CONSOLIDATED Balance Sheet, August 31, 2021.
- ii. The report obtained from Dunn and Bradstreet (D&B) obtained in July 22, 2022.
- iii. January 21, 2022 S&P Global Rating.

Personnel: SodexoMagic LLC has 4,895 employees including officers.

Performance: On past or current government and private sector contracts:

- DCPS evaluated the Contractor's performance as satisfactory

- (J) A summary of the subcontracting plan required under section 2346 of the Small, Local, and Disadvantaged Business Enterprise Development and Assistance Act of 2005, as amended, D.C. Official Code § 2-218.01 *et seq.* ("Act"), including a certification that the subcontracting plan meets the minimum requirements of the Act and the dollar volume of the portion of the contract to be subcontracted, expressed both in total dollars and as a percentage of the total contract amount:

The Contractor submitted Subcontracting Plan.

(K) Performance standards and the expected outcome of the proposed contract:

If the Contract is approved, the Contractor will be required to provide the Services as set forth in the Contract's scope of work. In general, the Contractor is/will be required to perform or exceed the requirements and performance standards contained in the Contract. The Contractor shall ensure that:

1. The Contractor shall increase the Food and Nutrition Program satisfaction by improving the quality of meals and services through enhancements in execution, innovation, and by mitigating barriers to meal participation across all schools. The Contractor shall provide and be accountable to an annual plan to improve satisfaction of food and service, and report quarterly on the status of meeting the objectives of its plan. The annual plan is due 60 days prior to the start of each regular school year electronically and in hard copy in accordance with Table F.2 and shall be subject to approval by DCPS. Failure to improve where satisfaction rates are below 80% is subject to reassignment of individual schools.
2. The Contractor shall measure satisfaction among DCPS students via surveys to be administered quarterly. These surveys shall be subject to approval by DCPS.
3. The Contractor shall include quarterly waste studies to further determine consumption rates and relationships to satisfaction.
4. The satisfaction plan initiatives must contain deliverables which are specific, measurable, achievable, realistic, and time-bound (S.M.A.R.T) in nature.
5. The Contractor shall improve breakfast, lunch, and supper meal participation over the previous year by improving the quality of meals and service, and by mitigating barriers to meal participation across all schools.
6. The Contractor shall manage and conduct all procurement relating to the Food Service Program in accordance with all applicable Federal and district procurement laws, subject to any requirements set forth herein.
7. The Contractor shall work with DCPS to manage the USDA Foods programs in coordination with the Office of the State Superintendent for Education (OSSE), the DC State Agency (SA).
8. The Contractor shall work with DCPS to manage all other federal or state food programs including the Department of Defense Fresh Fruit and Vegetable program (FFVP) in coordination with the OSSE.
9. The Contractor(s) shall provide detailed analysis relating to fiscal management, program compliance, operations, and performance as specified by DCPS each week.
10. The Contractor and DCPS positive response, realignment of activities to challenges posed by unprecedented conditions under COVID-19, and
11. At the termination of the contract, all program records maintained by the Contractor shall be released and returned to DCPS.

- (L) The amount and date of any expenditure of funds by the District pursuant to the contract prior to its submission to the Council for approval:**

The Letter Contract, executed by the Department on June 28, 2022, provided for an NTE amount of \$6,641,047.03. Modification 02 extended the period of performance to October 31, 2022, in the amount of NTE \$10,389,749.57. Modification 03 extended the performance to December 15, 2022, in the amount of NTE \$16,755,487.08. The Modification 04 extends the performance to December 22, 2022, without increasing the amount of the contract. This Modification 06 increases the amount of the Letter Contract from \$16,755,487.08 to \$18,278,713.00.

- (M) A certification that the proposed contract is within the appropriated budget authority for the agency for the fiscal year and is consistent with the financial plan and budget adopted in accordance with D.C. Official Code §§ 47-392.01 and 47-392.02:**

The proposed Contract is within the appropriated budget authority for the agency for the fiscal year and is consistent with the financial plan and budget adopted in accordance with D.C. Official Code §§ 47-392.01 and 47-392.02. The relevant Fiscal Sufficiency certification accompanies this Council Package. The DCPS Budget Director has certified funds availability of FY22 and FY23 per the Statement of Appropriated Authority (SAA) in the amount of \$36,557,426.35 dated 10/20/2022.

- (N) A certification that the contract is legally sufficient, including whether the proposed contractor has any pending legal claims against the District:**

The District Office of the Attorney General (OAG) has reviewed and approved the contract for legal sufficiency. The contractor does not have any legal claims against the District of Columbia. Memorandum of Legal Sufficiency is inserted in Tab A

- (O) A certification that Citywide Clean Hands database indicates that the proposed contractor is current with its District taxes. If the Citywide Clean Hands Database indicates that the proposed contractor is not current with its District taxes, either: (1) a certification that the contractor has worked out and is current with a payment schedule approved by the District; or (2) a certification that the contractor will be current with its District taxes after the District recovers any outstanding debt as provided under D.C. Official Code § 2-353.01(b):**

The Citywide Clean Hands database indicates that the Contractor is current with its District taxes. The relevant Clean Hands certification accompanies this Council Package.

- (P) A certification from the proposed contractor that it is current with its federal taxes, or has worked out and is current with a payment schedule approved by the federal government:**

The contractor is current with its taxes pursuant to signed "Bidder/Offeror Certifications."

- (Q) The status of the proposed contractor as a certified local, small, or disadvantaged business enterprise as defined in the Small, Local, and Disadvantaged Business Enterprise Development and Assistance Act of 2005, as amended; D.C. Official Code § 2-218.01 *et seq.*:**

The SodexoMagic LLC is not a certified local, small, or disadvantaged business enterprise.

- (R) Other aspects of the proposed contract that the Chief Procurement Officer considers significant:**

N/A.

- (S) A statement indicating whether the proposed contractor is currently debarred from providing services or goods to the District or federal government, the dates of the debarment, and the reasons for debarment:**

The Contractor is not debarred from providing services to the Government of the District of Columbia or the Federal Government according to the Office of Contracts and Procurement's Excluded Parties List and the Federal Government's Excluded Parties List.

- (T) Any determination and findings issues relating to the contract's formation, including any determination and findings made under D.C. Official Code § 2-352.05 (privatization contracts):**

The Chief Procurement Officer determined that the awarding the Contract to SodexoMagic LLC is the most advantageous to the District after thorough review of previous contracts, historical data, and Contract Administrator's evaluation of the contractor's performance

- (U) Where the contract, and any amendments or modifications, if executed, will be made available online:**

In accordance with the PPRA Sec. 402 and 403, the DCPS will post copies of contract documents to the website, <http://dcps.dc.gov>.

GAGA-2022-C-0259

Food Services Management Company

- (V) Where the original solicitation, and any amendments or modifications, will be made available online:**

The original solicitation and any amendments were posted on the DCPS website, <http://dcps.dc.gov>.



Government of the District of Columbia
Office of the Chief Financial Officer
Office of Tax and Revenue

1101 4th Street, SW
Washington, DC 20024

Date of Notice: January 6, 2023

Notice Number: L0008573206

SODEXOMAGIC LLC
PO BOX 352
BUFFALO NY 14240-0352

FEIN: **-***5412
Case ID: 1377618



CERTIFICATE OF CLEAN HANDS

As reported in the Clean Hands system, the above referenced individual/entity has no outstanding liability with the District of Columbia Office of Tax and Revenue or the Department of Employment Services. As of the date above, the individual/entity has complied with DC Code § 47-2862, therefore this Certificate of Clean Hands is issued.

TITLE 47. TAXATION, LICENSING, PERMITS, ASSESSMENTS, AND FEES
CHAPTER 28 GENERAL LICENSE
SUBCHAPTER II. CLEAN HANDS BEFORE RECEIVING A LICENSE OR PERMIT
D.C. CODE § 47-2862 (2006)
§ 47-2862 PROHIBITION AGAINST ISSUANCE OF LICENSE OR PERMIT

Authorized By Marc Aronin
Chief, Collection Division

To validate this certificate, please visit MyTax.DC.gov. On the MyTax DC homepage, click the "Validate a Certificate of Clean Hands" hyperlink under the Clean Hands section.



DISTRICT OF COLUMBIA
PUBLIC SCHOOLS

Statement of Appropriated Authority

Division of Contracts and Acquisitions
1200 First Street NE, 9th Floor, Washington, DC 20002
(202) 442-5112/Fax (202) 442-5634

1. Prepared by: Steven Lenz, Manager, Finance, Strategy, and Technology
2. FY23 Funding Certification Date(s):
 - 10/1/2022 – 6/30/2023
3. Summary of Proposed Procurement: *To provide food services to DC Public Schools.*
4. If contract has been awarded:
 - Contractor: SodexoMagic (Food Service Management Contract)
 - Contract Number: GAGA-2022-C-0259
 - RK Number: RK215683 for \$6,641,047.03
 - FY22 Contract Dates:
 - 7/1/22-9/30/2022

Funding Information:

			DCPS ATTRIBUTES (Complete for all lines)				INTER-AGENCY ATTRIBUTES (Leave blank; OCFO, B3T, or Core Team will complete when Buyer Agency BFA becomes available)					AMOUNT
AGENCY	FISCAL YEAR	AGENCY OBJECT	FUND	INDEX (include prefix letter)	PCA (include suffix letter)	PROJ/PH Or GRANT/PH (if applicable)	FUND	INDEX (include prefix letter)	PCA (include suffix letter)	Grant Phase	PROJ / PH	
GA0	22	409	101	L1228	ZZ21L	(NO VALUE)						\$2,443,848.75
GA0	22	409	742	N1228	ZZ21I	000XCC, 22						\$2,328,506.50
GA0	22	409	743	O1228	ZZ21I	000XDZ, 22						\$913,414.45
GA0	22	409	767	Z1228	ZZ21I	000XSN, 22						\$280,359.66
GA0	22	409	771	B1228	ZZ21I	000HSA, 22						\$63,065.35
GA0	22	409	772	C1228	ZZ21I	000COC, 22						\$19,916.26
GA0	22	409	744	Q1228	ZZ21I	000XHD, 22						\$591,936.06
GA0	23	409	101	L1228	ZZ21L	(NO VALUE)						\$7,629,879.20
GA0	23	409	742	N1228	ZZ21I	000XCC, 23	8200	GE500	L1228	409	409	\$13,923,869.25
GA0	23	409	743	O1228	ZZ21I	000XDZ, 23	8200	GE500	B1228	409	409	\$5,543,762.80
GA0	23	409	101	L1228	ZZ21L	(NO VALUE)						\$1,688,460.48
GA0	23	409	771	B1228	ZZ21I	000HSA, 23	111	23HSA	HW228	409	409	\$1,010,311.25
GA0	23	409	772	C1228	ZZ21I	000COC, 23	8200	GE500	C1228	409	409	\$119,945.28
GA0	23	409	761	Y1228	ZZ21I	000FFV, 23	8200	GE500	V1228	409	409	\$902,794.20
Total:												\$37,460,069.49

*"A" denotes where funds will be an FY23 Advance.

** Awaiting confirmation of inter-agency funding attributes

I hereby certify that the above referenced **Sodexo** contract is consistent with the applicable approved financial plan and budget for the District of Columbia Public Schools for Fiscal Year 2023. This funding obligation is subject to the availability of appropriations and Congressional approval.

Philip Speidel

Philip Speidel
Budget Officer

Date 10/19/2022

Stephen Regis

Stephen Regis
OSSE Budget Officer

Date 10/20/22

*Program staff must create and get a "Funds Committed" requisition for the remainder of this contract in the first week of October to cover the certified amount above. All requests for funding will be held until the encumbrance is created.

GOVERNMENT OF THE DISTRICT OF COLUMBIA
Office of the Attorney General



Legal Counsel Division

MEMORANDUM

TO: Beverly Perry
Senior Advisor
Office of Policy and Legislative Affairs

FROM: Megan D. Browder
Deputy Attorney General
Legal Counsel Division

DATE: December 5, 2022

SUBJECT: Legal Sufficiency Review of the "Contract No. GAGA-2022-C-0259 with SodexoMagic, LLC Approval and Payment Authorization Emergency Act of 2022" and Accompanying Emergency Declaration Resolution (AE-22-862)

This is to Certify that this Office has reviewed the above-referenced legislation and that we have found it to be legally sufficient. If you have any questions in this regard, please do not hesitate to call me at 724-5524.

A handwritten signature in black ink, reading "Megan D. Browder", is positioned below the certification text. The signature is fluid and cursive, with the last name "Browder" being more prominent.

Megan D. Browder



DISTRICT OF COLUMBIA PUBLIC SCHOOLS

RESOURCE STRATEGY OFFICE, CONTRACTS AND ACQUISITIONS DIVISION
1200 First Street, NE, 9th Floor, Washington, DC 20002
202-442-5112 or FAX 202-442-5634

LETTER CONTRACT

June 28, 2022

John E. White
Senior Vice-President
SodexoMagic, LLC
9801 Washington Blvd.
Gaithersburg, MD 20878

Subject: Letter Contract GAGA-2016-C-0036A-1
Contractor: SodexoMagic LLC
Caption: Food Services Management Company

This is a letter contract between the District of Columbia Public Schools (DCPS) Office of Resource Strategy (ORS), Contracts and Acquisition Division, on behalf of the Food and Nutrition Services Division (FNS), and SodexoMagic LLC (the "Contractor"), wherein the Contractor agrees to provide the services outlined in the contractor's service and price quote dated June 23, 2022, which will be incorporated to this Letter Contract, and the Definitive Contract.

The issuance and award of this letter contract, per the approved funding, will allow DCPS to start receiving services as required beginning July 1, 2022.

DCPS intends to definitize this letter contract within ninety-two (92) days from date of award of this letter contract, at which time this letter contract shall merge with the definitized contract. Before expiration of the 92 days (September 30, 2022), the Contracting Officer may authorize an additional period in accordance with Section 2425.9, 27 DCMR (1988) of the District procurement regulations. If DCPS does not definitize this contract within 92 days from the date of award of this letter contract or any extension thereof, this letter contract shall expire.

In the event of expiration of this letter contract, DCPS shall pay the Contractor for the services performed under this letter contract in an amount not to exceed \$6,641,047.03 per proposal dated June 23, 2022. In no event shall the amount paid under this letter contract, or any extension thereof exceed (50%) of the total definitized contract amount.

The duration of the definitized contract shall be from July 1, 2022, thru June 30, 2023, this letter contract shall merge with the definitized contract. DCPS shall pay the Contractor for services performed during the term of the definitized contract in an amount not to exceed \$36,557,275.29.

GAGA-2021-C-0036-A-1
Food Services Management Company

This letter contract shall be subject to the Contractor's compliance with all District of Columbia Laws and Regulations concerning the Contractor's Affirmative Action Plan, First Source Employment Agreement, and compliance with District of Columbia Tax laws.

The timeframe below sets forth DCPS' Intention in preparing the definitive contract as follows:

1. June 28, 2022 DCPS transmits letter contract to contractor for signature.
2. June 29, 2022 Contractor returns signed letter contract; by 12:00pm EDT. DCPS signs and awards the letter contract pursuant to funding to allow services to commence on July 1, 2022.
3. July 6, 2022 DCPS submits the Modification 33 to exercise the Sole Source Bridge, Contract Extension for Contractor review and signature if no comments.
4. July 7, 2022 Contractor returns the signed modification 33, for DCPS signature if no comments. The Contractor shall complete and submit attachments listed in the Section J.
5. TBD DCPS executes definitive contract (execute the bilateral modification) for the services upon receipt of the City Council approval, the Contractor compliance by the requisite District of Columbia agencies, and schedules Post Award Conference.

The Contractor shall submit invoices referencing the Purchase Order Number (TBD) and subject Contract Number (GAGA-2016-C-0036A-1) to the Contract Administrator (CA) for review and certification. The Contractor may contact the CA via email Robert.laher@k12.dc.gov.

- 2) DCPS Accounts Payable Office, 1200 First Street, NE – 9thth Floor, Washington, DC 20002 (original Invoice). Please create and submit payment requests in an electronic format through the DC Vendor Portal, <https://vendorportal.dc.gov>. The Contractor shall submit proper Invoices monthly. To constitute a proper invoice, the Contractor shall enter all required Information into the Portal after selecting the applicable purchase order number which is listed on the Contractor's profile.

Thank you for your Interest in doing business with the DCPS. Please address questions and concerns via email to Zahra Hashmi, zahra.hashmi@k12.dc.gov.

GAGA-2021-C-0036-A-1
Food Services Management Company

Approved and Accepted By:

SodexoMagic LLC

Contractor Representative Name: Selena Cuffe

Contractor Representative Title: President

Selena Y. Cuffe
Contractor Name, Title, and Authorized Signature

6/29/2022

Date

District of Columbia Public Schools

Laveta Hilton
Contracting Officer Laveta Hilton

7/01/2022

Date



DISTRICT OF COLUMBIA PUBLIC SCHOOLS

RESOURCE STRATEGY OFFICE, CONTRACTS AND ACQUISITIONS DIVISION
1200 First Street, NE, 9th Floor, Washington, DC 20002
202-442-5112 or FAX 202-442-5634

LETTER CONTRACT MODIFICATION 01

July 1, 2022

John E. White
Senior Vice-President
SodexoMagic, LLC
9801 Washington Blvd.
Gaithersburg, MD 20878

Subject: Letter Contract GAGA-2016-C-0036A-1
Contractor: SodexoMagic LLC
Caption: Food Services Management Company
Modification No.: 01

The Government of District of Columbia hereby make the below corrections to the above-subject Letter Contract Number pursuant to 27 DCMR, Section 2425 and 3600 as follows:

1. **Correct the Contract Number:**
 - a. **DELETE:** Contract Number GAGA-2016-C-0036A-1.
 - b. **REPLACE:** Contract Number GAGA-2022-C-0259.
2. **DELETE:** Services Period of Performance beginning July 1, 2022.
REPLACE: Services Period of Performance beginning July 5, 2022.
3. **DELETE:**

The timeframe below sets forth DCPS' intention in preparing the definitive contract as follows:

1. June 28, 2022 DCPS transmits letter contract to contractor for signature.
2. June 29, 2022 Contractor returns signed letter contract; by 12:00pm EDT. DCPS signs and awards the letter contract pursuant to funding to allow services to commence on July 1, 2022.
3. July 6, 2022 DCPS submits the Modification 33 to exercise the Sole Source Bridge, Contract Extension for Contractor review and signature if no comments.

4. July 7, 2022 Contractor returns the signed modification 33, for DCPS signature if no comments. The Contractor shall complete and submit attachments listed in the Section J.
5. TBD DCPS executes definitive contract (execute the bilateral modification) for the services upon receipt of the City Council approval, the Contractor compliance by the requisite District of Columbia agencies, and schedules Post Award Conference.

The Contractor shall submit invoices referencing the Purchase Order Number (TBD) and subject Contract Number (GAGA-2016-C-0036A-1) to the Contract Administrator (CA) for review and certification. The Contractor may contact the CA via email Robert.laber@k12.dc.gov.

4. REPLACE:

The timeframe below sets forth DCPS' Intention in preparing the definitive contract as follows:

1. June 28, 2022 DCPS transmits letter contract to contractor for signature;
2. June 29, 2022 Contractor returns signed letter contract;
3. July 1, 2022 DCPS executes letter contract pursuant to funding to allow commencement of services (to begin on 7/5/22);
4. July 12, 2022 DCPS transmits definitive contract to Contractor review and signature;
5. July 15, 2022 Contractor returns signed definitive contract to DCPS;
6. July 19, 2022 DCPS transmits contract package to OAG for legal sufficiency;
7. August 3, 2022 DCPS transmits contract package to EOM for review;
8. August 17, 2022 EOM submits contract package to City Council for review and approval;
9. TBD City Council review and approval ends; and
10. TBD DCPS executes signed IFB/contract package, and schedules Post Award Conference

The Contractor shall submit invoices referencing the Purchase Order Number (TBD) and subject Contract Number (GAGA-2022-C-0259) to the Contract Administrator (CA) for review and certification. The Contractor may contact the CA via email Robert.laber@k12.dc.gov.

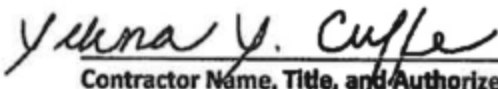
All other terms and conditions of the Letter Contract Remain Unchanged.

Approved and Accepted By:

SodexoMagic LLC

Contractor Representative Name:

Contractor Representative Title:



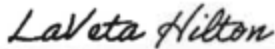
Selena Cuffe, President

7/5/2022

Contractor Name, Title, and Authorized Signature

Date

District of Columbia Public Schools



7/5/2022

Contracting Officer

Date

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DISTRICT OF COLUMBIA PUBLIC SCHOOLS

RESOURCE STRATEGY OFFICE, CONTRACTS AND ACQUISITIONS DIVISION
1200 First Street, NE, 9th Floor, Washington, DC 20002
202-442-5112 ☎ FAX 202-442-5634

LETTER CONTRACT MODIFICATION 02

September 29, 2022

John E. White
Senior Vice-President
SodexoMagic, LLC
9801 Washington Blvd.
Gaithersburg, MD 20878

Subject: Letter Contract GAGA-2022-C-0259
Contractor: SodexoMagic LLC
Caption: Food Services Management Company
Modification No.: 02

The Government of District of Columbia hereby revises the Letter Contract and the Modification 01 to the above subject Letter Contract pursuant to 27 DCMR, Section 2425 and 3600 as follows:

A. LETTER CONTRACT:

1. **DELETE:** DCPS intends to definitize this letter contract within ninety-two (92) days from date of award of this letter contract, at which time this letter contract shall merge with the definitized contract. Before expiration of the 92 days (September 30, 2022), the Contracting Officer may authorize an additional period in accordance with Section 2425.9, 27 DCMR (1988) of the District procurement regulations. If DCPS does not definitize this contract within 92 days from the date of award of this letter contract or any extension thereof, this letter contract shall expire.

REPLACE: DCPS intends to definitize this letter contract within one hundred and twenty-three (123) days from date of award of this letter contract, at which time this letter contract shall merge with the definitized contract. Before expiration of the 123 days (October 31, 2022), the Contracting Officer may authorize an additional period in accordance with Section 2425.9, 27 DCMR (1988) of the District procurement regulations. If DCPS does not definitize this contract within 123 days from the date of award of this letter contract or any extension thereof, this letter contract shall expire.

2. **DELETE:** In the event of expiration of this letter contract, DCPS shall pay the Contractor for the services performed under this letter contract in an amount not to exceed \$6,641,047.03 per proposal dated June 23, 2022. In no event shall the amount paid under this letter contract, or any extension thereof exceed (50%) of the total definitized contract amount.
- REPLACE:** In the event of expiration of this letter contract, DCPS shall pay the Contractor for the services performed under this letter contract in an amount not to exceed \$10,389,749.57 per updated proposal dated August 30, 2022. In no event shall the amount paid under this letter contract, or any extension thereof exceed (50%) of the total definitized contract amount.
3. **DELETE:** The duration of the definitized contract shall be from July 1, 2022, thru June 30, 2023, this letter contract shall merge with the definitized contract. DCPS shall pay the Contractor for services performed during the term of the definitized contract in an amount not to exceed \$36,557,275.29.
- REPLACE:** The duration of the definitized contract shall be from July 1, 2022, thru June 30, 2023, this letter contract shall merge with the definitized contract. DCPS shall pay the Contractor for services performed during the term of the definitized contract in an amount not to exceed \$36,557,426.35.

B. LETTER CONTRACT MODIFICATION 01

1. August 17, 2022 Submitted the Council Package for OAG Review and Legal Sufficiency.
2. August 19, 2022 Received comments from the OAG. Extend the Letter Contract until October 31, 2022.
3. August 31, 2022 Submit the Letter Contract Modification 02 for contractor signature to extend the POP from September 30, 2022, thru October 31, 2022.
4. September 2, 2022 contractor returns the signed Modification 02 to the Letter Contract.
5. September 7, 2022 DCPS transmits the corrected Council Package for OAG Review and Legal Sufficiency.
6. September 13, 2022 DCPS submits the Council Package for EOM review.
7. September 20, 2022 EOM submits contract package to City Council for review and approval.
8. TBD City Council review and approval ends; and
9. TBD DCPS executes signed IFB/contract package, and schedules Post Award Conference.

B. LETTER CONTRACT MODIFICATION 02 Updated

1. September 29, 2022 Contractor returns the signed Modification 02 to the Letter Contract.
2. October 7, 2022 DCPS transmits the corrected Council Package for OAG Review and Legal Sufficiency.
3. October 14, 2022 DCPS submits the Council Package for EOM review.
4. October 20, 2022 EOM submits contract package to City Council for review and approval.
5. TBD City Council review and approval ends; and
6. TBD DCPS executes signed IFB/contract package, and schedules Post Award Conference.

The Contractor shall submit invoices referencing the Purchase Order Number (TBD) and subject Contract Number GAGA-2022-C-0259 to the Contract Administrator (CA) for review and certification. The Contractor may contact the CA via email Robert.jaber@k12.dc.gov.

All other terms and conditions of the Letter Contract Remain Unchanged.

Approved and Accepted By:**SodexoMagic LLC**

Contractor Representative Name: Selena Cuffe

Contractor Representative Title: President


Contractor Name, Title, and Authorized Signature

9/30/2022

Date

District of Columbia Public Schools


Contracting Officer

9/30/2022

Date

**** END of DOCUMENT ****



DISTRICT OF COLUMBIA PUBLIC SCHOOLS

RESOURCE STRATEGY OFFICE, CONTRACTS AND ACQUISITIONS DIVISION
1200 First Street, NE, 9th Floor, Washington, DC 20002
202-442-5112 ☎ FAX 202-442-5634

LETTER CONTRACT MODIFICATION 06

January 13, 2023

John E. White
Senior Vice-President
SodexoMagic, LLC
9801 Washington Blvd.
Gaithersburg, MD 20878

Subject: Letter Contract GAGA-2022-C-0259
Contractor: SodexoMagic LLC
Caption: Food Services Management Company
Modification No.: 06

The Government of District of Columbia hereby revises the Letter Contract and the previously issued Modifications to the above subject Letter Contract pursuant to 27 DCMR, Section 2425 and 3600 as follows:

A. LETTER CONTRACT MODIFICATION 06:

1. **DELETE:** DCPS intends to definitize this letter contract within 175 days date of award of this letter contract, at which time this letter contract shall merge with the definitized contract. Before expiration of the 175 days (December 22, 2022), the Contracting Officer may authorize an additional period in accordance with Section 2425.9, 27 DCMR (1988) of the District procurement regulations. If DCPS does not definitize this contract within 175 days from the date of award of this letter contract or any extension thereof, this letter contract shall expire.

DELETE: The time extension that was exercised via Unilateral Modification Number 05 which extended the time from December 22, 2022, to January 3, 2023.

REPLACE: DCPS intends to definitize this letter contract within two hundred thirty (230) days from date of award of this letter contract, at which time this letter contract shall merge with the definitized contract. Before expiration of the 230 days (February 15, 2023), the Contracting Officer may authorize an additional period in accordance with Section 2425.9, 27 DCMR (1988) of the District procurement regulations. If DCPS does not definitize this contract within 230 days from the date of award of this letter contract or any extension thereof, this letter contract shall expire.

2. **Delete:** In the event of expiration of this letter contract, DCPS shall pay the Contractor for the services performed under this letter contract in an amount not to exceed \$16,755,487.08 per estimated updated proposal dated October 28, 2022. In no event shall the amount paid under this letter contract, or any extension thereof exceed (50%) of the total definitized contract amount.

Replace: In the event of expiration of this letter contract, DCPS shall pay the Contractor for the services performed under this letter contract in an amount not to exceed \$18,278,713. In no event shall the amount paid under this letter contract, or any extension thereof exceed (50%) of the total definitized contract amount.

B. LETTER CONTRACT MODIFICATION 06

1. January 13, 2023 DCPS send Letter Contract Modification 06 for contractor signature.
2. January 13, 2023 The Contractor return signed Letter Contract Modification 06 for DCPS signature.
3. January 13, 2023 DCPS submits the signed Letter Contract Modification 06 to the Contractor.
4. January 13, 2023 DCPS submit revised/updated Council Package to OAG for Legal Sufficiency review and approval.
5. January 13, 2023 OAG sends Legal Sufficiency approval to DCPS.
6. January 13, 2023 OAG and/or DCPS sends the council package and the legal sufficiency approval to EOM review.
7. January 19, 2023 EOM submits contract package to City Council for review and approval.
8. TBD The City Council review and approval ends, and
9. TBD DCPS executes signed IFB/RFP and/or Contract Package and schedules post award Conference.

The Contractor shall submit invoices referencing the Purchase Order Number (TBD) and subject Contract Number GAGA-2022-C-0259 to the Contract Administrator (CA) for review and certification. The Contractor may contact the CA via email Robert.jaber@k12.dc.gov.

All other terms and conditions of the Letter Contract Remain Unchanged.

Approved and Accepted By:

SodexoMagic LLC

Contractor Representative Name: Selena Cuffe

Contractor Representative Title: President

Selena Y. Cuffe
Contractor Name, Title, and Authorized Signature

1/13/2023
Date

District of Columbia Public Schools

LaVeta Hilton
Contracting Officer

1/13/2023
Date

**** END of DOCUMENT ****
